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UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK

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In re:	:	Chapter 11
	:	Case Nos. 00 B 41065 (SMB)
RANDALL'S ISLAND FAMILY GOLF	:	through 00 B 41196 (SMB)
CENTERS, INC., <u>ET AL.</u> ,	:	
	:	(Jointly Administered)
Debtors.	:	
	:	
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ORDER PURSUANT TO SECTIONS 327 AND
328 OF THE BANKRUPTCY CODE,
BANKRUPTCY RULE 2014, AND LOCAL
BANKRUPTCY RULE 2014-1, AUTHORIZING
DEBTORS-IN-POSSESSION TO CONTINUE TO
RETAIN AND EMPLOY KEEN REALTY
CONSULTANTS INC. AS SPECIAL REAL
ESTATE CONSULTANTS

Upon the application (the "Application") of the above-captioned debtors and debtors-in-possession (collectively, the "Debtors"), for an order pursuant to sections 327 and 328 of title 11 of the United States Code (the "Bankruptcy Code"), Rule 2014 of the Federal Rules of Bankruptcy Procedure (the "Bankruptcy Rules"), and Rule 2014-1 of the Local Bankruptcy Rules (the "Local Rules") authorizing the Debtors to continue to retain and employ the professional firm of Keen Realty

Consultants Inc. ("Keen"), pursuant to a retention agreement substantially in the form of agreement attached to the Application as Exhibit B (the "Agreement"), to represent the Debtors as their special real estate consultants in these chapter 11 cases;

And upon the affidavit of Harold Bordwin, President of Keen;

And it appearing that this Court has jurisdiction over the Application pursuant to 28 U.S.C. § 1334 and that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2);

And this Court being satisfied that (i) Keen does not hold or represent an interest adverse to the Debtors, their estates or their creditors, (ii) Keen is a "disinterested person" within the meaning of section 101(14) of the Bankruptcy Code and (iii) the continued employment and retention of Keen pursuant to the Agreement is necessary and in the best interests of the Debtors, their estates and their creditors;

And notice of the Application having been given to (i) the Office of the United States Trustee, (ii) Berlack, Israels & Liberman, LLP, counsel to the Official Committee of Unsecured Creditors, (iii) Morgan, Lewis & Bockius, LLP, counsel for The Chase Manhattan Bank, the Debtors' postpetition lender, and (iv) all other parties who have filed a notice of appearance in these chapter 11 cases;

And it appearing that no other or further notice of the Application need be given;

And good and sufficient cause appearing therefor; it is ORDERED that, pursuant to sections 327 and 328 of the Bankruptcy Code, Bankruptcy Rule 2014, and Local Rule 2014-1 the Debtors are authorized and empowered to employ and retain Keen as special real estate consultants, effective as of June 3, 2000, upon the terms and conditions set forth in the Agreement; and it is further

ORDERED that Keen shall be compensated pursuant to the terms of the Agreement as follows: upon the approval by this Court of a motion submitted with respect to a proposed asset sale by the Debtors, Keen will receive the fee provided for in the Agreement without the need to file fee applications. Because of this compensation structure, Keen shall have no obligation to maintain time records in accordance with United States Trustee guidelines.

Dated: New York, New York
June __, 2000

UNITED STATES BANKRUPTCY JUDGE

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